

**Akin Gump**  
**Strauss Hauer & Feld LLP**

TERRESTAR NETWORKS  
ATTN: DOUGLAS BRANDON  
ONE DISCOVERY SQUARE  
12010 SUNSET HILLS ROAD  
SUITE 600  
RESTON, VA 20190

Invoice Number 1400421  
Invoice Date 12/16/11  
Client Number 688669  
Matter Number 0004

Re: TSC POSTPETITION

FOR PROFESSIONAL SERVICES RENDERED THROUGH 11/30/11 :

MATTER SUMMARY OF TIME BILLED BY TASK :

	<u>HOURS</u>	<u>VALUE</u>
0002 General Case Administration	108.10	\$47,552.50
0003 Akin Gump Fee Application/Monthly Billing Reports	32.50	\$13,608.50
0004 Analysis of Other Professionals Fee Applications/Reports	13.10	\$4,068.00
0006 Retention of Professionals	0.20	\$42.00
0008 Court Hearings	63.90	\$27,504.50
0009 Financial Reports and Analysis	2.70	\$817.00
0010 DIP, Cash Collateral Usage and Exit Financing	0.50	\$350.00
0012 General Claims Analysis/Claims Objections	260.90	\$119,617.50
0017 General Adversary Proceedings/Litigation Matters	4.80	\$3,120.00
0018 Tax Issues	1.20	\$708.00
0021 Exclusivity	3.60	\$1,408.00
0022 Plan/Disclosure Statement/Solicitation and Related Documentation	121.80	\$59,766.00
0024 Asset/Stock Transaction/Business Liquidations	0.30	\$268.50
0025 Travel Time	14.55	\$8,017.25
<b>TOTAL</b>	<b>628.15</b>	<b>\$286,847.75</b>

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/01/11	JLS	0002 Review correspondence regarding recharacterization argument (.1).	0.10
11/01/11	JLS	0002 Review and revise brief regarding examiner motion (.5); Review and respond to correspondence regarding same (.2).	0.70
11/01/11	SJW	0002 Call with Chambers and UCC counsel regarding proposed scheduling order (.2); review and revise examiner pleading per comments of A. Preis (.4); communications to S. Schultz and J. Newdeck regarding revised timeline (.2).	0.80
11/01/11	EYP	0002 Review of examiner reconsideration reply and correspondence re same.	1.00
11/01/11	EYP	0002 Various review of case correspondence.	0.50
11/02/11	SLS	0002 Telephone call with J. Liou regarding reconsideration objection.	0.20
11/02/11	BRK	0002 Retrieve additional case law from Westlaw and Lexis cited in objection to appointment of examiner.	0.40
11/02/11	SJW	0002 Review and revise examiner pleading and accompanying exhibits (3.7); correspondence to J. Newdeck regarding the same (.1); draft letter to equity holder (.3); additional research in connection with examiner pleading (.5).	4.60
11/02/11	EYP	0002 Various calls with D. Brandon re strategy.	0.50
11/02/11	EYP	0002 Communications to Schultz and team re various case items.	0.50
11/03/11	JLS	0002 Work on discovery in connection with examiner motion (.2); Communications with R. Donohue regarding same (.4).	0.60
11/03/11	RJD	0002 Draft deposition notice of A. Perez (.40); Review Perez motion for reconsideration and related pleadings (1.50); Conferences with J. Sorkin regarding same (.30); Correspondence with J. Sorkin regarding same (.30).	2.50
11/03/11	SJW	0002 Call with M. Snyder regarding examiner pleading (.1); review and revise pleading with respect to comments of preferred shareholders (1.2); further revision of pleading (3).	4.30
11/03/11	EYP	0002 Efforts re finalization of examiner pleading.	1.00
11/04/11	JLS	0002 Review and edit opposition to motion for reconsideration (.6); Review and finalize deposition notice and correspondence regarding deposition in connection with motion for reconsideration (.3).	0.90
11/04/11	SLS	0002 Communication to A. Preis regarding case status.	0.20
11/04/11	SJW	0002 Various communications to S. Schultz, A. Preis and J. Newdeck regarding examiner pleading (.3); prepare exhibits for pleading (.5); revise pleading per comments of preferreds, J. Sorkin and A. Preis (.6); review recently filed documents (.2); supervise filing of examiner pleading (.2); coordinate with GCG for service of same (.2).	2.00
11/04/11	RJP	0002 Draft and revise cover letter for Perez deposition notice (.4) and serve notice (.2).	0.60
11/04/11	JAS	0002 Draft cover letter (.2); Arrange for delivery of courtesy copy of objection to chambers (.1)	0.30
11/07/11	MAG	0002 Search Ringtail TSN and TSC databases re: All correspondence containing Aldo Perez in preparation for 11/16 Deposition (3.0)	3.00
11/07/11	EYP	0002 Various calls with D. Brandon re overall strategy.	0.50
11/07/11	EYP	0002 Internal discussions and correspondence re various case issues.	0.60
11/08/11	RJD	0002 Review and analyze Perez motion for reconsideration and related briefing (1.90); Prepare for deposition of A. Perez (.90); Communications to J. Sorkin regarding same (.30); Correspondence to J. Sorkin regarding same (.30).	3.40
11/08/11	SJW	0002 Call with chambers regarding available hearing dates (.1); communications to S. Schultz regarding the same (.1, .1); revise plan timeline (.7).	1.00
11/08/11	EYP	0002 Communication to I. Dizengoff re case status.	0.10

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/09/11	MAG	0002 Pull and print all pleadings from docket related to Aldo Perez or J. Swarts (2.0) create and Index Aldo Perez Deposition binder (3.0)	5.00
11/09/11	RJD	0002 Internal correspondence regarding Perez deposition (.40); correspondence with counsel for Perez regarding same (.40); Review documents in preparation for Perez deposition (.50).	1.30
11/09/11	SIW	0002 Communications to chambers regarding hearing dates (.1) and extension of Perez reply deadline (.1, .2); correspondence to S. Schultz regarding the same (.2).	0.60
11/10/11	DKB	0002 Prepare chambers copies of recently filed pleading per B. Kemp (.2); Coordinate delivery of documents to court (.3).	0.50
11/10/11	LZ	0002 Review emails for ECF notifications in connection w/Perez deposition.	0.20
11/10/11	MAF	0002 Confer with team re upcoming filing.	0.10
11/11/11	JLS	0002 Review correspondence and outline of reply in connection with examiner motion (.3); Review and respond to correspondence regarding deposition (.1).	0.40
11/11/11	LWL	0002 Research background of Aldo Perez for R. Donohue.	1.20
11/11/11	SAF	0002 Research background information on Aldo Perez.	0.80
11/11/11	RJD	0002 Internal correspondence regarding Perez motion for reconsideration and deposition (.30); correspondence with counsel for Perez regarding same (.30); Review documents in preparation for Perez deposition (.60).	1.20
11/12/11	RJD	0002 Numerous internal correspondence regarding Perez motion for reconsideration (.30); Review Swarts joinder to Perez motion (.50).	0.80
11/13/11	SIW	0002 Correspondence to S. Schultz regarding previous communications to Perez (.2); diligence regarding the same (.5).	0.70
11/13/11	EYP	0002 Review of examiner documents.	1.00
11/14/11	JLS	0002 Review and analyze joinder to motion for reconsideration and arguments made by Jeffrey Swarts in support (.5); Review and analyze reply brief and arguments in support of motion for reconsideration (.8); Confer with Akin Gump attorneys regarding hearing on motion for reconsideration (.7); Review and analyze documents and pleadings in preparation for deposition of Mr. Perez (.7); Prepare for deposition (1.0); Review and respond to correspondence in connection with deposition and hearing (.5).	4.20
11/14/11	SLS	0002 Review reply to objection to reconsideration motion (.8); review revised agenda (.2); telephone call with J. Sorkin regarding preparation for upcoming Perez deposition (.3).	1.30
11/14/11	BRK	0002 File Pro Hac Vice Application of S. J. Woodell (.5); confer with D. Krasa-Berstel regarding chambers copies (.1).	0.60
11/14/11	DKB	0002 Confer with B. Kemp re chambers copies of recently filed pleadings (.1); Draft letter to chambers (.3); Prepare chambers copies (.4); Review and forward documents to court (.3).	1.10
11/14/11	MAG	0002 Assist R. Donohue in preparing deposition exhibits re: Aldo Perez (2.0)	2.00
11/14/11	RJD	0002 Prepare for Perez deposition (1.30); confer with R. Presa regarding Perez motion for reconsideration and deposition (.30); internal conferences regarding same (.10, .20, .20); Review documents in preparation for Perez deposition (.80)	2.90
11/14/11	SIW	0002 Review correspondence from counsel for Perez regarding reply (.2); review reply (.4); review filed version (.3); coordinate generating comparison of the same (.2); review changes from emailed version to filed version (.4); review litigation team outline for Perez deposition (.3); correspondence to R. Donohue re same (.2).	2.00
11/14/11	RJP	0002 Conduct research (4.8) and draft memo (.6) in connection w/reconsideration of examiner motion; communications to S. Schultz regarding same (.2); confer w/R. Donohue regarding Perez deposition preparation (.1), (.2).	5.90
11/14/11	EYP	0002 Prepping for deposition in connection with examiner motion.	1.00

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/15/11	JLS	0002 Prepare for deposition and hearing in connection with motion to appoint an examiner (2.5).	2.50
11/15/11	JFN	0002 Emails re creditor inquiry.	0.10
11/15/11	JFN	0002 Review Swarts joinder (.2); review Perez pleadings (.4); communication re same (.2).	0.80
11/15/11	MAG	0002 Create final deposition exhibits for Aldo Perez per R. Donohue (4.0); Add additional exhibits per R. Presa and renumber per updated outline (1.5)	5.50
11/15/11	RJD	0002 Prepare for Perez deposition (1.90); internal correspondence regarding Perez motion for reconsideration and deposition (.30, .10, .20); internal conferences regarding same (.20, .20, .30); Review documents in preparation for Perez deposition (.90)	4.10
11/15/11	SJW	0002 Draft correspondence to TSC shareholder regarding equity interest inquiry (.3).	0.30
11/15/11	RJP	0002 Review documents in preparation for deposition of A. Perez in connection w/motion for reconsideration of examiner motion (1.5); create outline of documents/potential exhibits for use in deposition (1); communications to M. Gyure (.2), (.1) and R. Donohue (.1), (.1) regarding same.	3.00
11/16/11	JLS	0002 Prepare for and attend deposition of Aldo Perez (2.4). Review and respond to correspondence regarding deposition issues (.4).	2.80
11/16/11	JFN	0002 Review and comment on order re motion to reconsider (.2, .1); confer with S. Woodell re same (.1).	0.40
11/16/11	MAG	0002 Assist R. Donohue re: preparation for deposition of Aldo Perez (2.0)	2.00
11/16/11	RJD	0002 Prepare for Perez deposition (1.50); Take deposition of A. Perez in connection with motion for reconsideration (1.70); Review transcript (.50); Attend hearing on motion for reconsideration (2.50); Correspondence with counsel for Perez (.30)	6.50
11/16/11	SJW	0002 Preparations for Perez deposition (.5); participate in deposition telephonically (1.3) (partial); draft proposed order with respect to the court's ruling denying the Perez motion (.8); review and revise order per comments of J. Newdeck (.5); further revise and circulate to preferreds (.3).	3.40
11/16/11	RJP	0002 Prepare for (1) and participate in (1.7) deposition of A. Perez in connection w/motion to reconsider denial of examiner; multiple follow-up tasks (.3).	3.00
11/16/11	EYP	0002 Prepare for (.3) and participate in (1.7) deposition of A. Perez.	2.00
11/17/11	SLS	0002 Participate in Board meeting.	0.50
11/17/11	SJW	0002 Review and revise proposed order re reconsideration per comments of preferred shareholders (.3); follow up correspondence re same (.1); correspondence to counsel for Perez re same (.2); coordinate service of filed documents (.2).	0.80
11/18/11	JLS	0002 Review correspondence regarding notice of hearing (.1).	0.10
11/18/11	JFN	0002 Emails re motion to reconsider and follow-up.	0.20
11/18/11	DKB	0002 Review, prepare and forward copies of recently filed pleadings to chambers.	0.40
11/18/11	SJW	0002 Coordinate and supervise filing of several TSC documents, including communications with paralegal (.3).	0.30
11/18/11	SJW	0002 Correspondence to S. Schultz regarding proposed order re examiner denial (.1); correspondence with Perez counsel regarding the same (.2); call with M. Snyder regarding case status items (.2); follow up work re same (.3).	0.80
11/21/11	SJW	0002 Revise TSC case calendar (1.3); communications with working group (1.2), Weil (.2) and chambers (.1) regarding hearing.	1.90
11/23/11	SLS	0002 Communications regarding examiner reconsideration order (.3); communications with team regarding case status (.3)	0.60
11/23/11	SJW	0002 Review correspondence from Bellido re Perez order (.1);	0.70

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		correspondence with S. Schultz re Perez order (.2); draft correspondence to chambers transmitting proposed order (.2); communications with GCG regarding recently filed documents and coordinate service of the same (.2).	
11/29/11	SLS	0002 Telephone call with P. Holoman regarding various case related issues (.2); telephone call with A. Preis regarding same (.1)	0.30
11/04/11	SJW	0003 Review and revise prebill with respect to task coding and privilege (.4); begin to draft interim fee application (2.1).	2.50
11/06/11	SJW	0003 Review and revise prebill with respect to proper task coding and privilege.	7.50
11/07/11	SJW	0003 Communications with K. Prater regarding instructions for revisions to TSC prebill (.2); continue drafting TSC interim fee application (4.5).	4.70
11/08/11	SJW	0003 Review and revise interim fee application.	1.00
11/09/11	SLS	0003 Preparing monthly fee statement (4.5)	4.50
11/10/11	SLS	0003 Review interim fee application (2.8).	2.80
11/10/11	SJW	0003 Review and revise fee application per comments of S. Schultz.	0.90
11/14/11	SLS	0003 Review quarterly fee application (.2)	0.20
11/14/11	BRK	0003 Prepare, review and file Second Interim Fee Application of Akin Gump.	0.60
11/14/11	SJW	0003 Begin drafting monthly fee application.	1.50
11/15/11	SJW	0003 Draft monthly fee application.	1.30
11/16/11	SJW	0003 Continue drafting monthly fee application (1.8); draft notice of hearing on interim fee application (.3).	2.10
11/17/11	SLS	0003 Review and comment on monthly fee application.	0.40
11/17/11	SJW	0003 Draft notice of hearing on interim fee applications (.2).	0.20
11/18/11	BRK	0003 Prepare, review and file October Fee Statement for Akin Gump.	0.70
11/18/11	SJW	0003 Correspondence to S. Schultz regarding fee application (.2); review and revise the same with respect to updated invoice (.8); review and revise same per comments of S. Schultz (.6).	1.60
11/01/11	SJW	0004 Review Blackstone fee statement for September.	0.30
11/02/11	BRK	0004 Prepare, review and file Blackstone Seventh Monthly Fee Statement.	0.60
11/03/11	SLS	0004 Telephone call with Deloitte team regarding monthly fee statement.	0.30
11/03/11	SJW	0004 Call with Deloitte team regarding fee application (.3); follow up work and correspondence regarding the same (.3).	0.60
11/08/11	BRK	0004 Prepare, review and file Sixth Monthly Fee Statement of Deloitte.	0.70
11/08/11	SJW	0004 Review revised Deloitte invoice (.4); communication to S. Schultz regarding same (.1).	0.50
11/09/11	SJW	0004 Review Weil invoice.	0.50
11/10/11	SJW	0004 Continue reviewing Weil invoice.	0.60
11/11/11	SJW	0004 Correspondence to D. Brandon regarding GCG invoice (.1).	0.10
11/12/11	SJW	0004 Review and comment on Blackstone interim compensation application (.9); further review Deloitte interim compensation application (1.1); correspondence to S. Schultz regarding the same (.1).	2.10
11/14/11	SLS	0004 Review Blackstone fee application (.2); review Deloitte fee application (.2).	0.40
11/14/11	BRK	0004 Prepare, review and file Second Interim Fee Application of Deloitte Tax, LLP.	0.60
11/14/11	BRK	0004 Prepare, review and file Second Interim Fee Application of Blackstone Advisory.	0.60
11/14/11	SJW	0004 Call with Blackstone regarding fee application (.2); communications to S. Schultz regarding same (.2); correspondence to Blackstone re further revisions to application (.2); supervise filing of application (.1); correspondence to S. Schultz regarding Deloitte application (.1); supervise filing of same (.1); coordinate service with respect to Blackstone and Deloitte fee applications (.1).	1.00
11/15/11	BRK	0004 Update professional fee chart provided by Blackstone.	1.90
11/16/11	RAC	0004 Draft and coordinate filing of notice of hearing for TSC settlement motion.	0.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/17/11	BRK	0004 Prepare, review and file Notice of Hearing on Second Interim Fee Applications.	0.60
11/21/11	SJW	0004 Review Deloitte monthly fee statement.	0.40
11/22/11	SLS	0004 Review Deloitte fee application (.1).	0.10
11/22/11	SJW	0004 Review GCG letter and invoice.	0.10
11/30/11	SJW	0004 Review Blackstone's monthly fee statement for October (.3); supervise filing (.2) and coordinate service (.1) of same.	0.60
11/02/11	BRK	0006 Retrieve March 23 hearing transcript regarding Blackstone retention and prepare for attorney review.	0.20
11/03/11	BRK	0008 Prepare electronic materials for S. Schultz in preparation for hearing.	0.20
11/07/11	SLS	0008 Prepare for hearing on motion for reconsideration (.9).	0.90
11/07/11	BRK	0008 Supervise preparation of index for November 16 hearing (.2).	0.20
11/08/11	SLS	0008 Preparation for hearing on motion to reconsider examiner order.	0.60
11/08/11	BRK	0008 Retrieve and upload relevant documents in preparation for assembly of hearing binders regarding November 16 hearing.	2.30
11/09/11	SLS	0008 Review notice of adjournment (.1); office conference with S. Woodell regarding upcoming hearing (.2)	0.30
11/09/11	SLS	0008 Prepare for reconsideration hearing (1.4); telephone call with J. Liou regarding same (.1); telephone call with D. Holzman regarding same (.1)	1.60
11/09/11	BRK	0008 Draft Agenda Letter regarding November 16 hearing.	1.20
11/09/11	SJW	0008 Communications with paralegals regarding preparation of hearing materials (.1, .1, .2); review and comment on draft hearing agenda (.3); review documents included in binders (.2); office conference with S. Schultz regarding hearing (.2).	1.10
11/09/11	JAS	0008 Pull exhibits for motion and send to attorney (.3); e-mail exchange with S. Woodell re hearing preparation (.1)	0.40
11/10/11	SLS	0008 Review agenda letter (.4); preparation for upcoming hearing (1.1)	1.50
11/10/11	SJW	0008 Begin to prepare materials for 11/22 hearing, including review of documents prepared for previous examiner hearing (.8); communications with L. Zahradka and paralegals regarding same (.2); and review of draft agenda (.3).	1.30
11/10/11	LZ	0008 Call w/S. Woodell re: coordinating hearing materials for 11/16 hearing.	0.10
11/11/11	SLS	0008 Review hearing materials (.2); preparation for hearing (.3)	0.20
11/11/11	BRK	0008 Update and finalize Agenda letter.	1.30
11/11/11	SJW	0008 Several communications to B. Kemp regarding hearing preparation (.3); review and comment on draft agenda (.2).	0.50
11/13/11	SLS	0008 Preparation for reconsideration hearing.	2.00
11/14/11	SLS	0008 Preparation for upcoming hearing on reconsideration motion (3.3).	3.30
11/14/11	BRK	0008 Continue preparing for November 16 hearing (1.0); revise agenda letter (.3); prepare index of potential evidence exhibits (1.5).	2.80
11/14/11	BRK	0008 Review, prepare and file Agenda Letter regarding November 16 hearing.	0.60
11/14/11	JFN	0008 Communication to S. Schultz re hearing (.1); follow-up with S. Woodell (.1); emails re same (.1).	0.30
11/14/11	DKB	0008 Communication to J. Samper re preparation of hearing notebooks for chambers (.1); Update the above (.6); Update index therefore (.3); Coordinate sending documents to court (.2).	1.20
11/14/11	SJW	0008 Review and comment on revised hearing agenda (.3, .2); review Perez reply in preparation for hearing (.4); assemble documents to be used as potential evidence at hearing (.9); several communications with paralegals regarding evidence preparation (.1, .1, .1).	2.10
11/14/11	JAS	0008 Revise hearing files for 11/16 hearing (.7); confer with S. Woodell re hearing preparation (.1); pull and compile potential evidence for 11/16 hearing (2.0).	2.80
11/15/11	SLS	0008 Preparation for upcoming hearing (2.0); office conference with Akin working group regarding hearing (.3).	2.30
11/15/11	JFN	0008 Confer with S. Woodell re hearing prep (.4); follow-up emails re same (.2); hearing prep (.5, .2); confer with S. Woodell re hearing script (.4);	2.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/15/11	DKB	0008 team meeting and follow-up re same (.8)	1.40
11/15/11	DKB	0008 Review and prepare sets of exhibits for hearing (1.3); communication to J. Samper re above (.1).	1.40
11/15/11	SJW	0008 Prepare for 11/16 hearing, including review of pending pleadings (2.9); confer with J. Newdeck regarding hearing prep (.4); several communications with paralegals regarding materials to be prepared for hearing (.2, .2, .1, .2); prepare notes for presentation of omnibus claims objection (.8); meeting with J. Newdeck regarding hearing script (.4); further preparations for presentation (.9); strategy meeting with TSC team (.7); further preparation for hearing (.6).	7.40
11/15/11	EYP	0008 Internal team meeting regarding TSC hearing and prep for hearing (review docs, etc).	0.10
11/15/11	JAS	0008 Develop file of all potential evidence for 11/16 hearing (5.6); Correspond with S. Woodell re hearing preparation (.2) (.2) (.1); finalize all hearing materials and arrange delivery to U.S. Bankruptcy Court (.6);	6.70
11/16/11	JLS	0008 Prepare for and attend hearing on motion for reconsideration and other matters (2.0).	2.00
11/16/11	SLS	0008 Prepare for upcoming hearing (.5); deposition regarding same (1.5); participate in hearing (2.0); review order resolving motion to reconsider (.2).	4.00
11/16/11	JFN	0008 Attend hearing (2.0); follow-up re same (.8).	2.80
11/16/11	SJW	0008 Prepare materials for hearing (.3); participate in TSC hearing (2.0).	2.30
11/16/11	RJP	0008 Prepare documents for (.2) and attend hearing on reconsideration of examiner motion (2).	2.20
11/16/11	JAS	0008 Communications to S. Woodell re storage of hearing materials (.2); transfer hearing materials to records (.2)	0.40
11/17/11	JFN	0008 Review and revise various hearing notices (.2, .3, .2); various communications re hearing issues (.3).	1.00
11/13/11	SJW	0009 Correspondence to T. Martin regarding MOR.	0.20
11/16/11	SJW	0009 Review and revise monthly operating report.	0.80
11/17/11	SJW	0009 Review and revise monthly operating report.	0.50
11/18/11	BRK	0009 File October 2011 Operating Report.	0.70
11/18/11	SJW	0009 Communications to S. Schultz regarding comments to MOR (.1, .1); review and revise the same per comments (.2); draft correspondence to client regarding the same (.1).	0.50
11/17/11	SLS	0010 Review and comment on MOR.	0.30
11/18/11	SLS	0010 Communication to S. Woodell regarding MOR (.1) (.1).	0.20
11/01/11	JFN	0012 Communication re EB claim (.3); review documents re same (1.5).	1.80
11/01/11	SJW	0012 Research in connection with Elektrobait claim (.4); review correspondence from R. Donohue and J. Newdeck regarding the same (.1).	0.50
11/01/11	RJP	0012 Conduct legal and factual research in connection w/Elektrobait claim.	4.10
11/01/11	JHB	0012 Conduct legal research re: Elektrobait claim.	1.00
11/02/11	JFN	0012 Review EB documents and draft timeline (1.0, 1.6, .4); emails re same (.2, .1); confer with R. Presa (.4).	3.70
11/02/11	SJW	0012 Research related to Elektrobait claim (.7); communication to J. Newdeck regarding the same (.2).	0.90
11/02/11	RJP	0012 Review background materials (.1); call w/J. Newdeck regarding same (.4).	0.50
11/03/11	SJW	0012 Review potential claims for matches with schedules.	0.20
11/03/11	RJP	0012 Research legal and factual issues in connection w/Elektrobait claim.	2.30
11/04/11	JFN	0012 Review Proof of Claim and begin analysis re same (.7); communications to S. Woodell (.2).	0.90
11/04/11	JFN	0012 Call regarding Sprint settlement and follow-up.	0.50
11/04/11	RJD	0012 Review and analyze documents in connection with Elektrobait claim objection (.50); internal correspondence regarding same (.10, .20, .30);	1.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		correspondence with counsel for preferred shareholders regarding same (.10, .10, .20).	
11/04/11	SJW	0012 Call with working group, Blackstone and D. Brandon regarding Sprint issues (.5); follow up review of DIP (.3).	0.80
11/04/11	RJP	0012 Meet with J. Bell to discuss research in connection w/Elektrobit claim.	0.20
11/04/11	DAK	0012 Review and revise TSC settlement motion.	2.70
11/04/11	JHB	0012 Discuss Elektrobit guarantee research with R. Presa.	0.20
11/05/11	EYP	0012 Revise TSC settlement papers.	1.50
11/06/11	LZ	0012 Revise Sprint 9019 motion.	0.40
11/06/11	EYP	0012 Review and revise stip and motion (1.0); correspondence re same (.2).	1.20
11/06/11	JHB	0012 Conduct legal research regarding Elektrobit guarantee and arguments for possible claim objection.	6.50
11/06/11	ALB	0012 Review and revise TSC Sprint 9019 and stip.	0.90
11/07/11	JLS	0012 Review and analyze draft claim objection (1.0); Confer with Akin Gump attorneys regarding arguments in connection with claim objection (.8); Review and analyze documents in connection with discovery requests relevant to objection (1.8); Analyze documents in connection with Elektrobit claim objection (.4); Review and respond to correspondence regarding proposed stipulated facts (.2); Review and respond to correspondence regarding discovery (.2).	4.40
11/07/11	SLS	0012 Review and comment on 9019 for sprint claim (1.0); communications to A. Preis regarding same (.2); review Elektrobit claim objection (1.5).	2.70
11/07/11	JFN	0012 Call re potential claim objection with R. Donohue, J. Bell and S. Woodell (.5) and follow-up communications to S. Woodell re same (.2); team emails re same (.2); analyze claim issues (.8); research re same (1.2).	2.90
11/07/11	MAG	0012 Assist J. Sorkin with identifying all outstanding Elektrobit Agreements in connection with claim objection (1.0). Search Ringtail databases (TSN and TSC) regarding same (2.0)	2.00
11/07/11	RJD	0012 Research and analysis in connection with objection to Elektrobit claim (1.10); Review background materials regarding same (.60); Conference with J. Bell regarding same (1.00); Teleconference with J. Newdeck, S. Woodell and J. Bell regarding same (.50); Numerous internal correspondence regarding same (.30, .20, .10); Correspondence with preferred shareholders regarding same (.30).	4.10
11/07/11	SJW	0012 Call with J. Newdeck R. Donohue and J. Bell regarding Elektrobit claim objection.	0.40
11/07/11	LZ	0012 Review TSC Sprint 9019 motion.	0.10
11/07/11	DAK	0012 Review and revise TSC settlement stipulation (3.0) and motion (2.2) and correspondence to A. Preis (.5) and Sprint (.8) re: same.	6.50
11/07/11	EYP	0012 Review of EB draft objection and related discussions.	2.10
11/07/11	EYP	0012 Review of stipulated EB facts draft and related correspondence.	0.50
11/07/11	JHB	0012 Conduct legal research regarding Elektrobit guarantee (1.0); discuss Elektrobit guarantee with R. Donohue (1.0); confer with R. Donohue, J. Newdeck and S. Woodell re: same (0.5); review and circulate endorsed letter regarding Sprint and DBSD settlement (0.3); research and draft outline of Elektrobit claim objection arguments (5.3).	7.80
11/07/11	MAF	0012 Cite check 9019 motion.	0.90
11/08/11	SLS	0012 Preparation for call regarding Elektrobit claim objection (3.7); participate in pre-call with Akin working group regarding same (.3); participate in call with Akin working group and counsel to preferreds (.7); related follow-up call with Akin working group (.2); follow-up communications to A. Preis and J. Sorkin regarding same (.2).	5.10
11/08/11	JFN	0012 Review EB documents (.5); internal pre-call (.3); call with preferreds' professionals (.7); follow-up call (.3); communication re same (.2).	2.00
11/08/11	SLN	0012 Review Sprint settlement motion.	0.70
11/08/11	MAG	0012 Search data room for all Elektrobit agreements, specifically statements	10.00



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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/08/11	RJD	0012 of work in connection with claim objection (2.0); create binder of all Elektrobitt Agreements and statements of work (3.0); Create binder of cases cited in Elektrobitt Guaranty Research (3.0); Create binder of relevant Blackstone Emails (2.0). Teleconference with R. Presa regarding Elektrobitt claim (.50); Research legal and factual issues regarding same (2.3); Review and revise outline of legal arguments (.40); Review preferred shareholders' draft claim objection (.40); Prepare for and participate in internal teleconference regarding same (.3); Teleconference with counsel for preferred shareholders regarding Elektrobitt claim (.7); post call with working group (.3).	4.90
11/08/11	SIW	0012 Review preferreds' draft of objection to Elektrobitt claim (.3); prepare materials for call re same (.2); attend pre-call with working group and litigation team regarding Elektrobitt claim analysis (.3); attend call with preferreds re same (.9); attend internal post-call (.2); review correspondence from A. Preis and preferreds regarding Sprint settlement (.2).	1.90
11/08/11	RJP	0012 Call w/R. Donohue regarding Elektrobitt claim (.5); research legal and factual issues in connection w/same (4); review and revise outline legal arguments (.3); review Harbinger/Weil draft claims objection (.3); prepare for/participate in prep call w/Akin attorneys (.5); call w/Preferreds regarding Elektrobitt claim (.6); follow-up call (.2) and meeting (.2) w/Akin attorneys.	6.60
11/08/11	DAK	0012 Incorporate global comments into TSC settlement documents.	1.40
11/08/11	EYP	0012 Review EB documents, prep for various EB calls, and participate in various EB calls.	2.50
11/08/11	EYP	0012 Various calls and correspondence with preferred holders regarding Sprint settlement.	0.50
11/08/11	JHB	0012 Revise outline of potential Elektrobitt claim objection arguments (2.8); prepare for call with preferreds regarding Elektrobitt claim (0.7); attend precall (.3); attend call with working group and preferreds (.7); attend post call (.3).	4.80
11/09/11	RJD	0012 Review legal research and factual issues in connection with Elektrobitt claim (.70); Review draft objection to Elektrobitt proof of claim (1.10); Teleconference with R. Presa regarding same (.50).	2.30
11/09/11	SIW	0012 Communications to R. Donohue re Elektrobitt claim objection issues (.2); follow up work re same (.4).	0.60
11/09/11	RJP	0012 Research legal and factual issues in connection w/Elektrobitt claim (.9); draft and revise objection to Elektrobitt proof of claim (5.4); call w/R. Donohue regarding same (.5).	6.80
11/09/11	DAK	0012 Calls with Preferreds (.8) and Sprint (1.0) re: settlement documents; review and revise TSC motion and stipulation reflecting revisions to same (5.0).	6.80
11/10/11	MAG	0012 Create binder of cases cited in Draft Elektrobitt Claims Objection (1.0)	1.00
11/10/11	RJD	0012 Review legal research and factual issues in connection with Elektrobitt claim (.90); Review and revise draft objection to Elektrobitt proof of claim (1.30); Numerous teleconferences with R. Presa regarding same (.10, .20, .10, .30); Numerous internal correspondence regarding same (.20, .10, .30).	3.50
11/10/11	SIW	0012 Draft revised order for second omnibus claims objection (.5); review and revise per comments of S. Schultz (.2); correspondence with working group and work in connection with Sprint stipulation (.4).	1.10
11/10/11	LZ	0012 Emails to A. Preis re: TSC stipulation (.1); revise same (.1).	0.20
11/10/11	RJP	0012 Research legal and factual issues in connection w/Elektrobitt claim (1.4); draft and revise objection to Elektrobitt proof of claim (6.1); communications w/R. Donohue regarding same (.1), (.2), (.1), (.3).	8.20
11/10/11	DAK	0012 Review and revise TSC settlement documents.	4.70

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11/10/11	EYP	0012 Revise Sprint settlement docs.	2.00
11/10/11	JHB	0012 Review draft Elektrobit claim objection.	1.00
11/11/11	JLS	0012 Review and edit Elektrobit claim objection and authority in support (3.5); Review and respond to correspondence regarding Elektrobit claim objection (.3).	3.70
11/11/11	SLS	0012 Review and comment on Elektrobit claim objection (.3)	0.30
11/11/11	JFN	0012 Communications re Sprint settlement (.2); attention to research re claims objection (.8).	1.00
11/11/11	MAG	0012 Draft and revise Table of Authorities for Elektrobit Claims Objections (2.0)	2.00
11/11/11	RJD	0012 Review legal research and factual issues in connection with Elektrobit claim (.60); Review and revise draft objection to Elektrobit proof of claim (1.10); Numerous internal correspondence regarding same (.30, .20, .10, .10).	2.40
11/11/11	SJW	0012 Correspondence with GCG regarding exhibit for second omnibus claims objection order (.2).	0.20
11/11/11	LZ	0012 Revise Sprint settlement motion and stipulation.	0.20
11/11/11	LZ	0012 Revise TSC 9019 motion (3.3) (.9) and stipulation (1.0) (.7); call w/Prefs re: same (1.1) and communications to A. Preis re: same (.4).	7.40
11/11/11	RJP	0012 Research legal and factual issues in connection e/Elektrobit claim (1.8); draft and revise objection to Elektrobit proof of claim (4); communications to J. Sorkin regarding same (.1), (.1).	6.00
11/11/11	DAK	0012 Incorporate Sprint comments into TSC documents (.9) and various follow up correspondence re: same (.8); review and revise global comments received and re: draft documents (3.0).	4.70
11/11/11	EYP	0012 Review and comment on EB objection.	1.00
11/11/11	EYP	0012 Review and revise settlement papers.	1.50
11/12/11	JLS	0012 Review correspondence regarding Elektrobit claim objection (.3).	0.30
11/12/11	RJD	0012 Numerous internal correspondence regarding Elektrobit claim objection (.40).	0.40
11/12/11	SJW	0012 Review numerous communications and drafts circulated among Akin Gump working group, preferred shareholders and client with respect to Sprint settlement (.2) and draft objection to Elektrobit claim (.3).	0.50
11/12/11	LZ	0012 Revise TSC-sprint settlement documents.	0.40
11/12/11	RJP	0012 Draft and revise objection to Elektrobit proof of claim (.9); corresp. to Akin team (.1) and company (.1) regarding same.	1.10
11/13/11	JLS	0012 Review and respond to correspondence regarding draft claim objection (.2); Review and edit draft claim objection (.3); Draft correspondence regarding draft claim objection (.2).	0.70
11/13/11	RJD	0012 Numerous internal communications regarding Elektrobit claim objection (.30).	0.30
11/13/11	SJW	0012 Review numerous substantial communications and drafts circulated among Akin Gump working group, preferred shareholders and client with respect to Sprint settlement (.2) and draft objection to Elektrobit claim (.4).	0.60
11/13/11	LZ	0012 Revise TSC-Sprint settlement documents.	0.30
11/13/11	RJP	0012 Draft and revise objection to Elektrobit proof of claim (.8).	0.80
11/13/11	EYP	0012 Various correspondence re TSC settlement with Sprint.	0.80
11/14/11	JLS	0012 Review and respond to correspondence regarding Elektrobit claim objection (.3); Review non-disclosure agreement (.3).	0.60
11/14/11	MAG	0012 Cite check claims objection (1.0) prepare exhibits for claims objection to be served hard copy to court, unsealed version (2.0) create updated Table of Contents and Table of Authorities for Claims Objection (1.5)	4.50
11/14/11	RJD	0012 Review legal research and factual issues in connection with Elektrobit claim (.40); Review and revise draft objection to Elektrobit proof of claim (1.10); internal correspondence regarding same (.10, .10)	1.60
11/14/11	SJW	0012 Call with working group, preferred shareholders and Sprint regarding	0.90

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/14/11	LZ	0012 draft stipulation (.4); review extensive emails among Akin Gump team, Sprint and counsel for preferreds regarding stipulation and 9019 (.5). Prepare for call re: settlement documents (.7); call re: same (.6); various revisions of documents re: same (1.2)(1.3)(.9)(2.3)(1.7); draft notice of 9019 motion (.2); communication to w/A. Preis re: same (.2); revise same (.1); prepare 9019 motion (.5) and stipulation (.6) for filing; supervise filing same (.4); various emails w/professionals re: filing same (.2); emails w/chambers re: same (.1); emails w/GCG re: instructions on serving same (.2).	11.20
11/14/11	RJP	0012 Research legal issues in connection w/Elektrobit claim objection (1.8).	1.10
11/14/11	DAK	0012 Calls with TSC constituents re: settlement documents (1.0); review and revise TSC settlement documents and prepare for filing (1.9).	2.90
11/14/11	EYP	0012 Numerous calls with Sprint (.5, .5) and preferreds (.2, .3, .5) regarding Sprint settlement; discussion of same with co-counsel (.2, .1, .2); analysis of issues related to same (2.0); review and comment on documentation of same (1.5).	6.00
11/14/11	MAF	0012 Prepare and file 9019 Motion.	0.50
11/14/11	JAS	0012 Cite check sprint settlement 9019 motion (.8); review authorities in 9019 motion and revise table of authorities (.6); communication to L. Zahradka re redlines (.1).	1.50
11/15/11	JLS	0012 Edit objection to Elektrobit claim (1.4); Review and respond to correspondence regarding Elektrobit claim objection (.5); Confer with Akin Gump attorneys regarding claim objection (.5); Confer with counsel to preferreds regarding claim objection (.3).	2.20
11/15/11	SLS	0012 Telephone call with M. Snyder regarding Elektrobit objection (.1); telephone call with J. Liou regarding same (.1); office conference with Akin working group regarding same (.2); follow-up communication to A. Preis regarding filing of same (.1).	0.50
11/15/11	JFN	0012 Communication to A. Blaylock re claims objection (.2); communications re EB objection (.2).	0.40
11/15/11	MAG	0012 Assist R. Presa with finalizing all exhibits for Claims Objection (3.0); prepare all sealed and unsealed versions of exhibits (2.0)	5.00
11/15/11	RJD	0012 Review legal research and factual issues in connection with Elektrobit claim (.90); Review and revise draft objection to Elektrobit proof of claim (.90); internal correspondence regarding same (.10, .10, .20)	2.20
11/15/11	SJW	0012 Review and revise objection to Elektrobit claim.	0.80
11/15/11	RJP	0012 Research legal and factual issues in connection w/Elektrobit claim (2.1); draft and revise objection to same (2.5); meeting w/Akin team to discuss same (.5); multiple corresp./calls/confers w/R. Donohue (.2), (.1), (.1) and communications to J. Sorkin (.1), (.2) regarding same; multiple corresp. w/counsel for Preferred Shareholders regarding same (.2), (.1), (.2).	6.30
11/15/11	EYP	0012 Review and comment on EB objection and calls re same.	1.00
11/15/11	JHB	0012 Review and circulate ICO global motion to dismiss in DBSD case in connection with Sprint settlement.	0.30
11/15/11	DRC	0012 Cite-check Debtors' Objection to Elektrobit Claim for R. Presa	2.20
11/16/11	JLS	0012 Revise and finalize objection to Elektrobit claim (1.0). Review and respond to correspondence regarding Elektrobit claim objection (.4).	1.40
11/16/11	SLS	0012 Review Elektrobit claim objection (.8); communications with M. Snyder regarding same (.2).	1.00
11/16/11	JFN	0012 Communication re EB objection.	0.20
11/16/11	DKB	0012 Communications to M. Gyure re filing of objection to claim (.2); Assist with filing thereof (.5); Confer with attorney re status (.1).	0.80
11/16/11	DKB	0012 Review notice of hearing re Sprint settlement (.1); Prepare the above to be filed (.2); Effect the above (.2); Confer with R. Cohen re status (.1).	0.60
11/16/11	MAG	0012 Assist R. Presa with finalizing of exhibits (both sealed and unsealed) (1.0); electronic filing of claims objection re: claim 58 (.5); Prepare and	3.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/16/11	RJD	0012 effect service of unsealed objection and exhibits (2.0). Review and revise draft objection to Elektrobit proof of claim in preparation for filing (1.20); internal correspondence regarding revisions to same (.10, .10, .20, .10)	1.70
11/16/11	SJW	0012 Review and submit to chambers the proposed order for the supplemental claims objection (.1); review Elektrobit objection (.2); coordinate combined service of same (.2).	0.50
11/16/11	RJP	0012 Research legal and factual issues in connection w/Elektrobit claim (.8); draft and revise objection to same (.9); prepare objection and exhibits for filing (2); multiple calls w/counsel for Preferred Shareholders regarding same (.1), (.1), (.2); confer w/Akin Gump attorneys regarding same (.5). Communications with R. Presa regarding notice of hearing on Elektrobit claim objection.	4.60
11/17/11	SJW	0012	0.20
11/17/11	RJP	0012 Draft and revise notice of hearing on Elektrobit claim objection (2); confer w/S. Woodell (.1), (.1) and communication to J. Newdeck (.1), (.1), (.1) S. Schultz (.1) regarding same; communication to D. Krasa-Berstel regarding filing of same (.1); corresp. w/counsel for Preferred Shareholders regarding exhibits to Elektrobit claim objection (.2); call w/D. Brandon regarding Elektrobit claims objections filed by Debtors and Preferreds (.1); research legal issues in connection w/Elektrobit claim (.5).	3.50
11/18/11	MAG	0012 Create binder of all pleadings relevant to Elektrobit Claims Objection 58 per R. Presa (2.0)	2.00
11/21/11	MAG	0012 Create binders of all Elektrobit Claims Objections responses and Objections and all other related Pleadings (2.0); Create index re: same and distribute to team (2.0).	4.00
11/21/11	RJP	0012 Review Jefferies amended POCs, disclosure statement objection, and claims objection filed by debtors (.6); communications to R. Cohen (.1) and R. Donohue (.1) regarding same; draft email to R. Donohue summarizing status of claim (.2).	1.00
11/21/11	MDW	0012 Retrieve and prepare proofs of claim for R. Presa.	0.80
11/22/11	SLS	0012 Telephone call with Akin attorneys regarding Jefferies claim objection (.6)	0.60
11/22/11	RJD	0012 Numerous internal correspondence regarding discovery in connection with Elektrobit claim objection (.10, .10, .20, .30)	0.70
11/28/11	RJP	0012 Correspondence to R. Donohue regarding discovery requests to Elektrobit (.1).	0.10
11/29/11	RJP	0012 Correspondence to R. Donohue regarding discovery requests (.1).	0.10
11/08/11	JLS	0017 Review and respond to correspondence regarding deposition of Aldo Perez (.2); Confer with Akin Gump attorneys regarding deposition of Aldo Perez (.2); Review and analyze arguments and documents in connection with Elektrobit claim objection (1.7); Prepare for and participate in phone call regarding Elektrobit claim objection (1.2); Analyze issues in connection with Elektrobit claim objection(.3); Review and respond to correspondence regarding stipulated facts (.2); Review reply brief in support of reconsideration motion (.6).	4.40
11/30/11	JLS	0017 Review and respond to correspondence regarding discovery issues (.4).	0.40
11/08/11	HBJ	0018 Follow-up correspondence to S Schultz re ownership change questionnaires.	0.20
11/09/11	HBJ	0018 Reviewing tax attribute carry forward schedules.	0.20
11/10/11	HBJ	0018 Call with S Tarrant at Deloitte re tax attributes on emergence.	0.20
11/15/11	SLN	0018 Review restructuring chart with respect to tax attributes.	0.60
11/01/11	SJW	0021 Review and revise exclusivity motion.	0.70
11/08/11	SLS	0021 Review motion to extend exclusivity(.5); telephone conference with M. Snyder regarding same (.1)	0.60
11/10/11	SJW	0021 Review and revise exclusivity motion.	0.60
11/11/11	JFN	0021 Communications re exclusivity motion.	0.20

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/11/11	SJW	0021 Draft correspondence to preferreds regarding exclusivity motion (.2).	0.20
11/14/11	BRK	0021 File Exclusivity motion.	0.60
11/14/11	SJW	0021 Review and finalize exclusivity motion (.4); communications with chambers regarding bridge order (.1, .1); supervise filing of motion (.1).	0.70
10/09/11	TWD	0022 Review TSC pref issues.	1.00
11/01/11	JLS	0022 Review correspondence regarding document production (.1).	0.10
11/01/11	SLS	0022 Participate in call with Akin and Blackstone regarding TSC notes (.4); telephone call with M. Snyder regarding resolution of EB disclosure statement objection (.2).	0.60
11/01/11	JFN	0022 Call with GCG and S. Woodell re service/solicitation issues and follow-up re same (.7); confer with S. Woodell (.1).	0.80
11/01/11	CT	0022 Prepare case documents for production with respect to EB.	4.60
11/01/11	RJD	0022 Communications to J. Sorkin and R. Presa regarding Elektrobitt discovery (.10, .20, .20); further internal correspondence regarding same (.30, .20, .30); Manage and coordinate document collection and review in preparation for rolling document production (1.90); Teleconferences with counsel for preferred shareholders regarding same (.10, .10, .10).	3.50
11/01/11	SJW	0022 Coordinate call with J. Swarts regarding disclosure statement objections (.1); call with J. Newdeck and GCG regarding solicitation issues (.7); call with working group and Blackstone regarding new TSC note (.3); revise plan and disclosure statement timeline (.3).	1.40
11/01/11	RJP	0022 Coordinate production of documents to Elektrobitt(.4); corresp. to Elektrobitt (.3) and Preferreds (.1) regarding same; calls w/R. Donohue regarding same (.1), (.1); numerous calls and corresp. w/eDiscovery (.1), (.1) and paralegals (.2) regarding document review logistics.	1.40
11/01/11	RS	0022 Prepare and circulate FTP link of document production to parties requested by R. Presa.	0.80
11/01/11	JEK	0022 Prepare and assemble key document files in connection with Elektrobitt production.	1.30
11/02/11	JLS	0022 Review and respond to correspondence regarding Elektrobitt discovery (.2); Confer with Akin Gump attorneys regarding discovery (.3).	0.50
11/02/11	SLS	0022 Communication to A. Preis regarding plan related matters (.2); telephone call with M. Snyder regarding same (.1); communication to working group regarding note term sheet call (.2).	0.50
11/02/11	JFN	0022 Review revised plan dates/timeline (.2, .2); correspondence re same (.2).	0.60
11/02/11	SJW	0022 Revise plan timeline (.5).	0.50
11/02/11	SJW	0022 Communication to S. Schultz regarding GCG invoice, solicitation issues, and other timeline matters (.2); review claims register and correspondence from GCG regarding solicitation issues (.8).	1.00
11/02/11	RJP	0022 Review and analyze documents in connection w/Elektrobitt discovery requests (1.6); liaise w/EDiscovery regarding same (.2); manage and coordinate partner review of documents (.3).	2.10
11/02/11	EYP	0022 Supervise document review for EB discovery and related calls.	2.00
11/02/11	JBS	0022 Review of Blackstone mark-up of term sheet and review of T-3.	0.80
11/03/11	SLS	0022 Telephone call with Akin working group regarding note term sheet (.8); telephone call with CJ Brown regarding same (.2); telephone call with J. Swarts and Akin working group regarding Swarts disclosure statement objection (.8); related follow-up call with Akin working group (.1).	1.90
11/03/11	JFN	0022 Review notes term sheet and call re same (.7); revise term sheet (.2, .1); call re DS with Swarts (.8); follow-up call (.1).	1.90
11/03/11	RAT	0022 Participating in conference with TSC team regarding revised term sheet (.8) and reviewing the Wachtell draft against our markup in advance of the meeting (.7).	1.50
11/03/11	MAG	0022 Create binder of Blackstone Electronic documents for J. Sorkin in connection with Elektrobitt, per R. Presa (4.0)	4.00
11/03/11	CT	0022 Prepare case documents for attorney review in connection with Elektrobitt production.	4.80

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/03/11	RJD	0022 Review and analyze documents in connection with Elektrobit discovery (1.50); communications to J. Sorkin and R. Presa regarding same (.30, .20, .30); further internal correspondence regarding same (.10, .20, .20); Manage and coordinate document collection and review in preparation for rolling document production (1.90); Teleconferences with counsel for preferred shareholders regarding same (.10, .10, .10).	5.00
11/03/11	SJW	0022 Call with corporate team regarding TSC note term sheet (.3); review and revise proposed disclosure statement language from DOJ (.4); call with Chambers regarding potential hearing dates (.1); revise plan timeline based on proposed dates (.8); call with J. Swarts regarding DS objections (.8); follow up call with working group (.3); follow up correspondence with D. Brandon (.3) regarding questions raised during call; draft email to Swarts regarding the same (.4).	3.30
11/03/11	RJP	0022 Coordinate production of documents in connection w/Elektrobit discovery requests (1.3); calls and corresp. w/eDiscovery regarding same (.2), (.1), (.2) review and analyze documents (2.0) manage and coordinate partner review of documents (.5).	4.30
11/03/11	EYP	0022 Call with Swarts re DS (.8) and related follow up call with working group (.2).	1.00
11/03/11	MAF	0022 Review Plan and Swarts POC.	0.20
11/03/11	JBS	0022 Teleconference with Akin team regarding Blackstone's proposed term sheet.	0.40
11/03/11	RS	0022 Post password protected zip file containing potentially responsive documents onto Akin Gump's FTP site, as per R. Presa's request, in anticipation of sharing the data with co-counsel.	0.20
11/04/11	JLS	0022 Confer with Akin Gump attorneys regarding Elektrobit document review and production (.5).	0.50
11/04/11	SLS	0022 Telephone call with M. Snyder regarding plan status (.1); telephone call with J. Liou regarding same (.1).	0.20
11/04/11	CT	0022 Prepare case documents for attorney review in connection with Elektrobit production.	1.40
11/04/11	RJP	0022 Coordinate production (.4); review and analyze documents (2.8); numerous calls (.2), (.2), (.1) and corresp. (.2), (.1), (.2), (.1) w/eDiscovery regarding document production; communications to J. Sorkin regarding same (.4).	4.70
11/07/11	SLS	0022 Preparation for disclosure statement hearing (.2); review preferreds stipulated facts related to disclosure statement objection (.2); communications to with A. Preis regarding plan related issues (.3)	0.70
11/07/11	JFN	0022 Emails re note term sheet (.2); follow-up re same (.1).	0.30
11/07/11	RJD	0022 Numerous communications to J. Sorkin and R. Presa regarding Elektrobit discovery (.10, .20, .30); further internal correspondence regarding same (.10, .20, .30); Manage and coordinate document collection and review in preparation for rolling document production (1.10).	2.30
11/07/11	RJP	0022 Manage and coordinate document review/production.	0.50
11/07/11	EYP	0022 Call with Wachtell and related follow up regarding plan.	0.60
11/07/11	JBS	0022 Updating indenture to reflect current draft of term sheet.	4.70
11/08/11	JLS	0022 Review and respond to correspondence regarding disclosure statement hearing (.2).	0.20
11/08/11	TWD	0022 Email to C. Bjornson re: status of comments on short form narrative exhibit (.20) telephone call from C. Bjornson re: same (.20); multiple email correspondence with D. Brandon re: FCC meeting date (.30).	0.60
11/08/11	JFN	0022 Emails re notes term sheet.	0.20
11/08/11	RJP	0022 Manage and coordinate document review and production in connection w/Elektrobit discovery requests.	0.40
11/08/11	EYP	0022 Prep for (.5) call with DOJ (.4) and related follow up (.1).	1.00
11/08/11	EYP	0022 Correspondence with Blackstone and related discussions regarding	0.30

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		Notes.	
11/08/11	JBS	0022 Reviewing revised indenture.	0.80
11/09/11	JLS	0022 Phone call with Blackstone regarding Elektrobit discovery (.4); Review documents in connection with discovery (.8).	1.20
11/09/11	JLS	0022 Review and respond to correspondence regarding deposition (.2); Review and respond to correspondence regarding reply brief in connection with examiner motion (.1).	0.30
11/09/11	SLS	0022 Conference call with Akin and Blackstone teams regarding revised notes terms sheet (.4).	0.40
11/09/11	ISD	0022 Review settlement issues re: TSC documents.	5.20
11/09/11	SJW	0022 Draft notice of adjournment of disclosure statement hearing.	0.40
11/10/11	JLS	0022 Review correspondence regarding Elektrobit discovery and analyze discovery issues.	0.20
11/10/11	BRK	0022 File Notice of Adjournment of Hearing on Disclosure Statement Motion (.4); coordinate with D. Krasa-Berstel regarding chamber copy (.2).	0.60
11/10/11	JFN	0022 DS communications (.1); call with J. Smith re notes issues (.8).	0.90
11/10/11	RAT	0022 Communication to S. Schultz regarding notes.	0.20
11/10/11	SJW	0022 Coordinate filing, service and delivery of notice of adjournment of disclosure statement hearing, including communications with paralegals and GCG (.4); prepare list of all claimants receiving notes under TSC plan (.8).	1.20
11/10/11	JBS	0022 Teleconference with J. Newdeck to review T-3 and required information.	0.90
11/11/11	SLS	0022 Telephone call with working group regarding filing of T-3 (.9); review proposed revisions to disclosure statement (.3).	1.20
11/11/11	JFN	0022 Call with working group TSC notes (.9); follow-up re same (.3); review issues (.2).	1.10
11/11/11	RAT	0022 Participating in conference with TSC team regarding comments from preferred stockholder counsel regarding converting to a 4(2) private placement (.9); discussing securities law analysis (.1); and communication to R. Parks regarding same (.1); reviewing Form T-3 requirements (.1).	1.20
11/11/11	SJW	0022 Attend call with S. Schultz, J. Newdeck and R. Testani regarding TSC notes (partial).	0.60
11/12/11	EYP	0022 Review and revise TSC settlement docs.	2.00
11/14/11	JBS	0022 Reviewed TIA and Form T-3 for disclosure requirements.	0.80
11/15/11	SJW	0022 Correspondence to Blackstone regarding professional fees for exit financing projections (.1); work on chart re same (.3); communications to B. Kemp re same (.2); further communications with Blackstone re same (.2).	0.80
11/16/11	JLS	0022 Confer with Akin Gump attorneys regarding discovery issues in connection with Elektrobit requests (.3). Phone call with counsel to Elektrobit regarding discovery (.2).	0.50
11/17/11	RJD	0022 Numerous communications to J. Sorkin and R. Presa regarding Elektrobit discovery (.50); internal correspondence regarding same (.50); Manage and coordinate document collection and review in preparation for continued rolling document production (.50)	1.50
11/18/11	JLS	0022 Confer with Akin Gump attorneys regarding discovery issues in connection with Elektrobit requests (.5).	0.50
11/18/11	JFN	0022 Communications re note term sheet.	0.20
11/18/11	RJD	0022 Conference with R. Presa regarding discovery in connection with Elektrobit claim (.7); Internal correspondence regarding same (.4).	1.10
11/18/11	RJP	0022 Meet w/R. Donohue to discuss Elektrobit discovery issues.	0.70
11/21/11	RJP	0022 Draft and revise annotated discovery responses summarizing discovery activities and documents produced (1.2).	1.50
11/22/11	RJD	0022 Conference with R. Presa regarding Elektrobit discovery in connection with disclosure statement (.60); Internal correspondence regarding same	4.00

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		(.10, .20, .20); Review and analyze documents (1.80); Teleconference with Blackstone regarding same (1.10)	
11/22/11	SIW	0022	0.90
11/22/11	RJP	0022	2.60
		Teleconf. w/Blackstone to discuss Elektrobitt subpoena and document requests (1.3); conference with R. Donohue regarding Elektrobitt discovery (.7); update record of Debtors' responses to Elektrobitt discovery (.6).	
11/23/11	SLS	0022	0.20
11/23/11	RAT	0022	0.20
		Review Blackstone revisions to note term sheet (.2). Participating in internal conferences regarding status of deal and T-3 question.	
11/23/11	RJD	0022	1.20
		Numerous internal communications regarding Elektrobitt discovery in connection with disclosure statement (.10, .20, .20, .10, .30); Correspondence with Blackstone regarding same (.30)	
11/23/11	RJP	0022	1.00
		Draft email to Elektrobitt regarding status of discovery (.4); correspondence to w/R. Donohue and J. Sorkin regarding same (.1); multiple corresp. to C. Reyes regarding TerreStar documents (.1), (.1); review TerreStar board minutes for production to Elektrobitt (.2); corresp. to A. Preis and S. Schultz regarding same (.1).	
11/23/11	JBS	0022	0.60
		Attention to correspondence on T-3 call and TIA inquiry from R. Testani.	
11/28/11	SLS	0022	0.40
		Telephone call with M. Snyder regarding note term sheet (.2); telephone call with CJ Brown regarding same (.2)	
11/28/11	RJD	0022	2.50
		Communications to J. Sorkin and R. Presa regarding Elektrobitt discovery in connection with disclosure statement (.50); further internal correspondence regarding same (.10, .30, .10); Review and analyze documents (1.30); call with R. Presa regarding same (.2).	
11/28/11	SIW	0022	0.30
		Communications to S. Schultz (.1, .1) and coordinate call with preferreds re T-3 (.1).	
11/28/11	RJP	0022	0.80
		Manage and coordinate discovery in response to Elektrobitt requests (.3); call w/R. Donohue regarding same (.2); corresp. to M. Gyure (.1) and C. Torres (.1), (.1) regarding document review.	
11/29/11	SLS	0022	0.20
		Telephone call with M. Snyder regarding plan term sheet (.1); communication to A. Preis regarding same (.1).	
11/29/11	MAG	0022	2.00
		Create 2 binder sets of documents for J. Sorkin review related to Elektrobitt discovery (1.5). Separate and chron documents re: Blackstone and FTP. (.5)	
11/29/11	RJD	0022	3.70
		Review and analyze deposition subpoenas to 1.4 Holdings and Blackstone (.80); Draft and edit responses to same (2.10); Internal correspondence to J. Sorkin and R. Presa regarding same (.30); Internal correspondence regarding Elektrobitt discovery in connection with disclosure statement (.50)	
11/29/11	RJP	0022	0.30
		Corresp. to M. Gyure (.1) and C. Torres (.1), (.1) regarding document review and production.	
11/30/11	MAG	0022	1.00
		Create binder and index of all post Oct. 2010 TSC Board Minutes in connection with Elektrobitt discovery.	
11/30/11	RJD	0022	1.70
		Internal correspondence regarding Elektrobitt discovery in connection with disclosure statement (.10, .30, .20); Numerous teleconferences with R. Presa regarding same (.10, .30); Review and analyze documents (.70)	
11/30/11	SIW	0022	1.00
		Correspondence to S. Schultz (.1) and TSN team (.1) regarding terms of Sprint settlement with respect to TSC plan and disclosure statement; review and revise disclosure statement (.6); communications with Blackstone regarding disclosure statement objection chart (.2).	
11/30/11	RJP	0022	0.60
		Multiple confs. w/R. Donohue regarding Elektrobitt discovery (.1), (.3); corresp. to D. Brandon and Z. Wittenburg regarding same (.1), (.1).	
11/11/11	RWP	0024	0.30
		Telephone call regarding disclosures; T-3 and private placement issues.	
11/14/11	SLS	0025	2.00
		Travel from Dallas to NY (Actual time - 4.0)	
11/14/11	SIW	0025	1.55
		Travel from Dallas to NY. (Actual time - 3.1)	



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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/15/11	JFN	0025 Travel to New York. (Actual time - 2.5)	1.25
11/16/11	JLS	0025 Travel to/from hearing on motion for reconsideration (1.4). (Actual time - 1.4)	0.70
11/16/11	SLS	0025 Travel to and from hearing. (Actual time - 1.0 )	0.50
11/16/11	JFN	0025 Travel to and from hearing (2.0). (Actual time - 2.0)	1.00
11/16/11	SJW	0025 Travel to (.8) and from (.8) TSC hearing. (Actual time - 1.6)	0.80
11/16/11	RJP	0025 Travel to and from hearing on reconsideration of examiner motion. (Actual time - .8)	0.40
11/17/11	SLS	0025 Return travel from New York (Actual time - 5.0).	2.50
11/17/11	JFN	0025 Travel to DC. (Actual time - 3.0)	1.50
11/17/11	SJW	0025 Travel from NY to Dallas. (Actual time - 4.7)	2.35
Total Hours			628.15

TIMEKEEPER TIME SUMMARY:

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
T W DAVIDSON	1.60 at	\$705.00 =	\$1,128.00
H B JACOBSON	0.60 at	\$740.00 =	\$444.00
R W PARKS	0.30 at	\$895.00 =	\$268.50
I S DIZENGOFF	5.20 at	\$975.00 =	\$5,070.00
R A TESTANI	3.10 at	\$910.00 =	\$2,821.00
J L SORKIN	37.10 at	\$650.00 =	\$24,115.00
S L SCHULTZ	51.10 at	\$700.00 =	\$35,770.00
A PREIS	36.30 at	\$700.00 =	\$25,410.00
J F NEWDECK	31.45 at	\$625.00 =	\$19,656.25
S L NAEGEL	1.30 at	\$440.00 =	\$572.00
R J DONOHUE	74.80 at	\$535.00 =	\$40,018.00
S J WOODSELL	99.40 at	\$335.00 =	\$33,299.00
L ZAHRAKKA	20.50 at	\$360.00 =	\$7,380.00
R A COHEN	0.50 at	\$360.00 =	\$180.00
R J PRESA	89.30 at	\$360.00 =	\$32,148.00
D A KAZLOW	29.70 at	\$510.00 =	\$15,147.00
J H BELL	21.60 at	\$535.00 =	\$11,556.00
A L BLAYLOCK	0.90 at	\$550.00 =	\$495.00
J B SMITH	9.00 at	\$535.00 =	\$4,815.00
C TORRES	10.80 at	\$225.00 =	\$2,430.00
R STANCUT	1.00 at	\$225.00 =	\$225.00
B R KEMP	18.00 at	\$210.00 =	\$3,780.00
D KRASA-BERSTELL	6.00 at	\$230.00 =	\$1,380.00
M A GYURE	58.50 at	\$250.00 =	\$14,625.00
M A FOLEY	1.70 at	\$185.00 =	\$314.50
D R CADET	2.20 at	\$200.00 =	\$440.00
M D WEIN	0.80 at	\$195.00 =	\$156.00
J E KRANE	1.30 at	\$195.00 =	\$253.50
J A SAMPER	12.10 at	\$210.00 =	\$2,541.00
L W LANPHEAR	1.20 at	\$215.00 =	\$258.00
S A FENER	0.80 at	\$190.00 =	\$152.00

Current Fees

\$286,847.75

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Computerized Legal Research - Lexis

\$344.70

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Computerized Legal Research - Westlaw	\$3,976.80
Courier Service/Messenger Service- Off	\$79.25
Site	
Duplication - In House	\$1,528.00
Filing Fees	\$200.00
Meals - Business	\$291.91
Meals (100%)	\$277.75
Postage	\$1.08
Audio and Web Conference Services	\$98.19
Travel - Airfare	\$5,085.80
Travel - Ground Transportation	\$615.42
Travel - Lodging (Hotel, Apt, Other)	\$2,329.95
Travel - Parking	\$58.00
Travel - Telephone & Fax	\$20.72
Travel - Train Fare	\$4.50

Current Expenses	<u>\$14,912.07</u>
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Total Amount of This Invoice	<b>\$301,759.82</b>
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Prior Balance Due	<u>\$469,790.95</u>
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Total Balance Due Upon Receipt	<u><b>\$771,550.77</b></u>
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